

HON. BARBARA J. ROTHSTEIN

UNITED STATES DISTRICT COURT  
FOR THE WESTERN DISTRICT OF WASHINGTON

HTP, INC., a Washington corporation,  
Plaintiff,  
v.  
FIRST MERIT GROUP HOLDING, INC.,  
et al.,  
Defendants.

Case No. 2:21-cv-00732-BJR

**STIPULATION OF CONSENT TO  
FILE FIRST AMENDED  
COMPLAINT, AND ORDER**

**I. STIPULATION**

Whereas, plaintiff HTP, Inc. (“HTP”) has provided a proposed First Amended Complaint to defendants First Merit Holdings Inc., Nanogen Technologies Group, Inc., Barry Lee, Anthony Dutton, and David Richardson (“Defendants” and with HTP, the “Parties”), and

HTP’s proposed First Amended Complaint adds Evan Johnson as a defendant, removes claims for breach of fiduciary duty against defendant Nanogen Technologies Group, Inc. pursuant to the Court’s order at ECF No. 81, and adds additional factual allegations, and

Under Rule 15(a)(2), “a party may amend its pleading only with the opposing party’s written consent or the court’s leave,” and the Court “shall freely give leave when justice so requires,” and

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1 Defendants, without conceding the validity of any claim asserted by plaintiff HTP, Inc.,  
2 consent to HTP filing a First Amended Complaint, and

3 Pursuant to LCR 15, HTP is filing with this stipulation exhibits indicating a redlined  
4 version of the First Amended Complaint in comparison to the original Complaint (ECF No. 1).

5  
6 Now, therefore, the Parties stipulate:


7 1. Defendants consent to filing of the First Amended Complaint and do not oppose  
8 HTP being granted leave to file the First Amended Complaint.  
9

10 2. The attached stipulation is accompanied by the following exhibits: Exhibit A, a  
11 redlined First Amended Complaint, and Exhibit B, a clean First Amended Complaint. **Exhibit B**  
12 will be deemed to be accepted and constitute the operative complaint in this case upon the  
13 Court's entry of this Stipulation.  
14

15 **II. ORDER**

16 Pursuant to stipulation, it is so ordered.

17 Dated this 26<sup>th</sup> day of September, 2023.

18 

19 Barbara Jacobs Rothstein  
20 U.S. District Court Judge

21 Presented on this 25th day of September, 2023, by:

22 K&L GATES LLP  
23

24 By /s/ Peter A. Talevich

25 Philip M. Guess, WSBA # 26765

26 Peter A. Talevich, WSBA # 42644

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